

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest in Intellectual Property		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Gene Juanez Beauty Schools, LLC		12/06/2008	LIMITED LIABILITY COMPANY: DELAWARE
RECEIVING PARTY DATA			
Name:	The Prudential Insurance Company of America		
Street Address:	Four Embarcadero Center		
Internal Address:	Suite 2700		
City:	San Francisco		
State/Country:	CALIFORNIA		
Postal Code:	94111		
Entity Type:	CORPORATION: NEW JERSEY		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	3128507	GENE JUAREZ ACADEMY	
CORRESPONDENCE DATA			
Fax Number:	(866)826-5420		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	3016380511		
Email:	ipresearchplus@comcast.net		
Correspondent Name:	IP Research Plus, Inc.		
Address Line 1:	21 Tadcaster Circle		
Address Line 2:	Attn: Penelope J.A. Agodoa		
Address Line 4:	Waldorf, MARYLAND 20602		
ATTORNEY DOCKET NUMBER:	34345		
NAME OF SUBMITTER:	Penelope J.A. Agodoa		
Signature:	/pja/		

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 REEL: 003985 FRAME: 0331

Date:

05/11/2009

Total Attachments: 3

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**NOTICE OF GRANT OF SECURITY INTEREST
IN INTELLECTUAL PROPERTY**

UNITED STATES PATENT AND TRADEMARK OFFICE

Mail Stop Assignment Recordation Services
Director of the US Patent and Trademark Office
PO Box 1450
Alexandria, VA 22313-1450
Fax No. (571) 273-0140

Ladies and Gentlemen:

Please be advised that pursuant to (a) an **AMENDED AND RESTATED NOTE PURCHASE AND REVOLVING CREDIT AGREEMENT**, dated as of December 6, 2008 (as may be further amended, restated, supplemented or otherwise modified from time to time, the "**Note Agreement**"), by and among Gene Juarez Salons LLC, a Delaware limited liability company formed pursuant to a Reorganization described in the Note Agreement (the "**Company**"), Gene Juarez Beauty Schools LLC, a Delaware limited liability company known as "Gene Juarez Salons LLC" prior to the consummation of such Reorganization ("**GJ Beauty Schools**"), GJS Holdings LLC, a Delaware limited liability company ("**Holdings**"), the Purchasers of the Notes named therein, and the Prudential Insurance Company of America, in its capacity as collateral agent for the holders from time to time of the Notes (together with its successors and assigns in such capacity, the "**Collateral Agent**"), and (b) the related **AMENDED AND RESTATED SECURITY AGREEMENT**, dated as of December 6, 2008 (as may be further amended, restated, supplemented or otherwise modified from time to time, the "**Security Agreement**"), made by the Company, GJ Beauty Schools, Holdings and each of the other affiliates and subsidiaries of Holdings identified as "Grantors" therein in favor of the Collateral Agent, the undersigned GJ Beauty Schools (hereinafter, the "**Grantor**") has granted a continuing security interest in and continuing lien upon the trademarks, trademark applications, patents, patent applications, copyrights and copyright applications, each of which is described on Schedule I attached hereto, in favor of the Collateral Agent. Capitalized terms used herein and not otherwise defined have the meanings assigned to such terms in the Note Agreement, and if not defined therein, as defined in the Security Agreement.

The undersigned Grantor hereby acknowledge and agree that the security interest in the foregoing intellectual property (i) may only be terminated in accordance with the terms of the Note Agreement and the Security Agreement and (ii) is not to be construed as an assignment of any intellectual property.

Very truly yours,

GRANTOR:

GENE JUAREZ BEAUTY SCHOOLS LLC,
a Delaware limited liability company, formerly
known as "Gene Juarez Salons LLC"

By: 

Name:

Title:

B.W. MATTHEWS

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SCHEDULE I

GENE JUAREZ BEAUTY SCHOOLS LLC

I. Trademarks:

Mark	Application No.	Filing Date	Registration No.	Registration Date
GENE JUAREZ ACADEMY & DESIGN	76/639,140	5/20/2005	3,128,507	8/15/2006

II. Patents:

None.

III. Copyrights:

None.